

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

BAYOU STEEL BD HOLDINGS, L.L.C., *et al.*,

Debtors,

**Chapter 7**

**Case No. 19-12153 (KBO)  
(Jointly Administered)**

**Adv. No. 21-51013 (KBO)**

**Re: Adv. D.I. 1**

GEORGE L. MILLER, in his capacity as  
Chapter 7 Trustee for the jointly administered  
bankruptcy estates of Bayou Steel BD  
Holdings, L.L.C., *et al.*,

Plaintiff,

v.

BLACK DIAMOND CAPITAL  
MANAGEMENT, L.L.C.; BDCM  
OPPORTUNITY FUND IV, L.P.; BLACK  
DIAMOND COMMERCIAL FINANCE,  
L.L.C.; SAM FARAHNAK; PHIL  
RAYGORODETSKY; ROB  
ARCHAMBAULT; TERRY TAFT; and BOB  
UNFRIED,

Defendants.

**DEFENDANTS BLACK DIAMOND CAPITAL MANAGEMENT, L.L.C., BDCM  
OPPORTUNITY FUND IV, L.P., BLACK DIAMOND COMMERCIAL FINANCE,  
L.L.C, SAM FARAHNAK, AND PHIL RAYGORODETSKY'S MOTION TO DISMISS**

Pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure, made applicable to these proceedings by Rule 7012 of the Federal Rules of Bankruptcy Procedure, and for the reasons set forth in the accompanying memorandum (the “Memorandum”) in support of this motion (the

“Motion”), defendants Black Diamond Capital Management, L.L.C. (“BDCM”), BDCM Opportunity Fund IV, L.P. (“Fund IV”), Black Diamond Commercial Finance, L.L.C (“BDCF”) (collectively, with BDCM and Fund IV, the “Black Diamond Entities”), Sam Farahnak, and Phil Raygorodetsky (together, the “Director Defendants,” and, collectively with the Black Diamond Entities, the “Black Diamond Defendants”) hereby respectfully move for dismissal with prejudice of the complaint (Adv. D.I. 1) (the “Complaint”) filed by Plaintiff George L. Miller, in his capacity as Chapter 7 Trustee for the jointly administered bankruptcy estates of Bayou Steel BD Holdings, L.L.C., *et al.* (the “Debtors”).

WHEREFORE, the Black Diamond Defendants respectfully request that this Court enter an order in substantially the form attached hereto as **Exhibit A** and grant such further relief as the Court may deem necessary and proper.

*[Remainder of page intentionally left blank.]*

Dated: November 22, 2021  
Wilmington, Delaware

**FOX ROTHSCHILD LLP**

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